

EXHIBIT B

CHILMARK PARTNERS

January 2021

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Chicago, IL 60611
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CHILMARK PARTNERS

Chilmark Partners is an investment bank and financial advisor specializing in distressed situations. Since 1984, we have provided our clients with advice on solving their most complex financial issues – restructuring, mergers & acquisitions, asset sales, financing, and resolving litigation.

Each of our partners has broad and deep experience in all of the services we provide, which include:

- Advising on financial and operational restructurings
- Executing mergers and acquisitions
- Marketing and selling assets
- Negotiating credit facilities, waivers and amendments
- Performing valuations of companies and assets
- Providing expert witness testimony
- Raising new capital
- Conducting business due diligence

Chilmark Biographies

Chilmark Partners Biographies

David M. Schulte



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David Schulte has over 40 years of restructuring experience. He founded Chilmark Partners and has been its managing general partner and the head of the firm's restructuring advisory services and principal investing activities since 1984. David was the managing general partner of Chilmark Fund II and was one of two individuals who acted as the general partner of the Zell/Chilmark Fund when it was formed in 1990. Prior to founding Chilmark Partners, David created and ran Salomon Brothers Corporate Reorganization Group.

- › **ADVISORY EXPERIENCE** – David recently served as sole independent director and conflicts officer of the IP holding company of Toys “R” Us during its Chapter 11 bankruptcy. Other restructuring advisory experience includes Global Marine, Zapata, NFLPA, Chrysler, Idearc, USG, Recycled Paper Greetings and Adelphia Communications.
- › **BOARD OF DIRECTORS EXPERIENCE** - Former Chairman of the Board of Jacor Communications, Inc. and serves or served as a member of the following boards: California Proton Treatment Centers, Broadway Stores, Inc., Fuel Systems Holdings LLC, Midway Airlines Corp., Nutramax Products, Inc., Phillips & Temro Holdings LLC, Revco D.S., Inc., Santa Fe Energy Resources, Inc., Scott Sports Group/ Schwinn Bicycle Company, Sealy Corporation, The Wellbridge Company, among others.
- › **OPERATING EXPERIENCE** - Executive Vice President at Northwest Industries, where he had operating responsibility for four divisions with revenues in excess of \$700 million and pre-tax income of approximately \$70 million.
- › **EDUCATION/OTHER:** Summa cum laude from Williams College, J.D. from Yale Law School, Editor-in-Chief of The Yale Law Journal, Clerk for U.S. Supreme Court Justice Potter Stewart, Member of the District of Columbia Bar.

Chilmark Partners Biographies

John C. Haeckel



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John Haeckel has more than 25 years of restructuring and principal investing experience. He joined Chilmark upon its formation in 1984 and became a partner in 1987.

- › **ADVISORY EXPERIENCE** - Select restructuring advisory experience includes Overseas Shipholding Group, Global Marine, Zapata, NFLPA, Adelphia Communications, Act Manufacturing, Tower Records, Genesis Health Ventures, XO Communications, WestPoint Stevens, Interstate Bakeries, Wellman, Chrysler LLC and Seattle Times.
- › **DISTRESSED INVESTING EXPERIENCE** – After leading the acquisitions, served as Chairman of the ContinentalAFA Dispensing Company board of directors and a board member of International Knife & Saw, Inc., Phillips & Temro Holdings LLC, Simonds Industries, Inc., and Nutramax Products, Inc. Led the acquisition and post-acquisition strategy for Broadway Stores, Inc., Santa Fe Energy Resources, Inc., and Sheffield Steel Corp.
- › **OPERATING EXPERIENCE** - Chief Financial Officer of Broadway Stores, Inc. (a Zell/Chilmark investment), where he was heavily involved in the financial/operational turnaround and sale to Federated Department Stores. Subsequently, he joined CB Richard Ellis (non-Chilmark experience), the world's largest real estate services firm, as Senior Executive Vice President and Chief Financial Officer, where he raised nearly \$1 billion of financing to complete 11 acquisitions and was responsible for finance and information technology globally.
- › **EDUCATION** - Rice University with a B.A. and an M.B.A.

Chilmark Partners Biographies

Michael J. Kennedy



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Michael Kennedy has over 20 years of restructuring/financial advisory and principal investing experience. He joined Chilmark in 1999 and is a partner of the firm. Prior to Chilmark, Michael was a Senior Consultant in Arthur Andersen's Transaction Advisory Group where he led financial due diligence on numerous acquisitions, and assisted with operations, synergy, and valuation analysis.

- › **ADVISORY EXPERIENCE** - Recent select restructuring advisory experience includes In-Shape, Acosta, Innovative Mattress Solutions, Steel City Media, SuperMedia, USG, JHT Holdings, CMP Susquehanna Radio, Idearc, Ion Media, and Nortel.
- › **DISTRESSED INVESTING EXPERIENCE** – Participated in the sourcing, acquisition, oversight and divestiture of Chilmark's portfolio companies including The Wellbridge Company and Fuel Systems LLC.
- › **OPERATING EXPERIENCE** – served as Interim Chief Financial Officer of the Wellbridge company and provided other supplemental management services including refinancing, M&A analysis and business plan review.
- › **EDUCATION/OTHER** – Honors from the University of Illinois

Chilmark Partners Biographies

Aaron S. Taylor



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Aaron Taylor has more than 20 years of financial services experience acting as both an investor and a financial advisor, and joined Chilmark in 2009. Prior to Chilmark, Aaron was a Senior Investment Analyst at Allen & Company. In this capacity he helped to manage the firm's small cap equity portfolio, identified investment opportunities and conducted due diligence and valuation analysis of potential portfolio companies. Before joining Allen & Company, he was a Vice President in the Structured Finance division of Lehman Brothers where he worked with numerous international financial institutions to develop proprietary transactions, raise low-cost financing and manage risk within fixed income portfolios.

- › **ADVISORY EXPERIENCE**—Recent select financial advisory experience includes Gulfport Energy Corporation, In-Shape, Acosta, Innovative Mattress Solutions, Steel City Media, Overseas Shipholding Group, SuperMedia, Nortel, Idearc, and ST Paper.

- › **EDUCATION/OTHER** - PhD in Geochemistry from Yale University and graduated magna cum laude from Dartmouth College with a bachelor's degree in Geology and Chemistry. He received his Chartered Financial Analyst charter in 2011.

Chilmark Partners Biographies

Jamie Ellis



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Since joining Chilmark in 2012, Jamie Ellis has been closely involved in many of the firm's restructuring advisory assignments, and has assisted in the preparation of expert testimony. His advisory activities routinely include financial modeling, review of diligence materials, and extensive interactions with the management teams of client companies. Prior to joining Chilmark, Jamie worked in Ernst & Young's Financial Services Office, where he provided assurance services to hedge funds and other institutions in the financial services industry.

- › **ADVISORY EXPERIENCE** – Recent select advisory experience includes Gulfport Energy Corporation, In-Shape, Acosta, Steel City Media, Overseas Shipholding Group, and Nortel. He has also helped prepare testimony in a number of large bankruptcy cases including Sears Holdings, Rural/Metro, Caesars Entertainment, and Lehman Brothers.
- › **EDUCATION/OTHER** - BA from the University of Notre Dame, Masters of Accounting Science from the University of Illinois, Certified Public Accountant, CFA Charterholder

Select Chilmark Experience

Chilmark's Experience in the Energy Industry

	Exploration & Production	<p>Gulfport Energy Corporation is a publicly-traded exploration and production company focused on natural gas plays in the Utica Shale of eastern Ohio and the SCOOP play in Oklahoma. Chilmark currently serves as the financial advisor to a special committee of the Gulfport board of directors.</p>
	Refining & Downstream Operations	<p>Clark Oil & Refining operated two refineries and around 1,000 gas stations at the time that Chilmark advised Horsham Corporation in its acquisition of the company from Apex Oil for \$545 million.</p>
	Energy Transportation	<p>OSG was the largest tanker company in the world to have both international and U.S. operations. Chilmark served as OSG's financial advisor during its restructuring process which resolved a significant tax liability and resulted in a full recovery to creditors.</p>
	Exploration & Production	<p>David Schulte served on the Board of Directors of Santa Fe Energy in his capacity as an activist investor, and worked with management to improve the company's capital allocation strategies.</p>

Chilmark's Experience in the Energy Industry

	Power Generation	<p>Chilmark advised Covanta on a sale transaction that included 60 core energy projects including 17 international power projects, 15 renewable power projects in the United States, and 25 waste-to-energy facilities.</p>
	Exploration & Production	<p>Zapata Corporation was a conglomerate with operations including offshore drilling and oil & gas production. Chilmark acted as financial advisor to the secured lender group of Zapata and advised them on the company's debt-to-equity restructuring transaction and sale of rigs that funded a partial paydown of the secured debt.</p>
 Global Marine, Inc.	Offshore Drilling	<p>Global Marine operated 30 jackup and semisubmersible offshore rigs at the time Chilmark advised the company through its balance sheet restructuring implemented through a chapter 11 proceeding.</p>

Chilmark's Experience in Litigation

Industry	Client	Testimony Type
Entertainment		Retained to provide expert testimony involving various pre-petition transactions and the equity sponsors' conduct in connection with those transactions.
		Expert witness testimony involving broadcast contract rights, credit agreement covenants, and damages.
		Expert witness testimony in a valuation dispute.
Healthcare		Retained to provide expert testimony in a \$100 million dispute between a prominent private equity firm and a distressed hedge fund. The case involved the failed buyout and subsequent bankruptcy of ambulance company Rural/Metro.
		Expert witness testimony in valuation dispute at the center of a contested confirmation of a plan of reorganization.
		Advisor to the company regarding financial aspects of multi-billion dollar asbestos claims and potential expert witness testimony.
Telecom		Advised the U.S. debtors' estate on matters related to allocation of asset sale proceeds in a multi-jurisdiction, international dispute, and contested pension claims in the U.S. (PBG) and United Kingdom (PPF).
		Expert witness testimony in connection with the material adverse change clause invoked in a pending acquisition.
Financial Services		Expert testimony involving a multi-billion dollar damages claim.

Chilmark's Experience in Litigation

Industry	Client	Testimony Type
Manufacturing		Advisor to the Company regarding the financial aspects of asbestos litigation and a potential legislative resolution of the asbestos problem. Expert testimony in a contested financing transaction. Company representation in court-mandated valuation process.
		Expert witness testimony to establish diminution of value claim.
Retail		Expert testimony involving diminution in value claim of a secured creditor.
		Expert testimony on enterprise valuation.
		Expert testimony regarding valuation in confirmation of a contested plan of reorganization.
Media		Expert testimony on enterprise valuation and diminution of value.
		Valuation litigation to force creditor group into consensual restructuring.
Energy		Expert testimony on valuation in support of contested sale and confirmation process. Company representation in mediation between lenders over disputed security interests.
		Advisor to the Company on allocation of value among creditors of 14 entities and expert testimony concerning valuation and allocation of value among constituencies in a contested plan of reorganization.

Chilmark's Experience in Litigation

Industry	Client	Testimony Type
Consumer Products	 FRUIT OF THE LOOM.	Testimony in support of terms of sale transaction. Lender representation in mediation over avoidance actions.
Paper & Packaging	 WELLMAN, INC.	Advisor to counsel with respect to economic arguments in valuation dispute in cram-down litigation.
Hospitality	 LODGIAN	Expert testimony on going concern valuation, liquidation value and business plan feasibility. Company representation in mediation over disputed asset pool.
Transportation	 JHT HOLDINGS, INC.	Expert for Company regarding enterprise valuation and plan feasibility.

Selected M&A Transactions

- Chilmark has completed more than 50 merger and acquisition transactions as an advisor and investor.
- As CFO of CB Richard Ellis, John Haeckel performed the due diligence on, acquired, financed and was responsible for integrating the back offices of business operations in 30 countries (U.K., Europe and Asia).
- As an advisor, Chilmark has been involved in distressed M&A transactions for many companies, including:


has been acquired by
TEMPUR+SEALY
in a transaction valued
at \$25 million.
Advisor to
Tempur Sealy International, Inc.


has completed a restructuring of its
debt and been acquired by
ESSAR
in a transaction valued at
\$600,000,000
Advisor to Trinity Coal


has sold certain health clubs to
Life Time Fitness
Town Sports International
and Fitness Ventures
in separate transactions
Advisor to
The Wellbridge Company


has been acquired by
Danielson Holding Company
in a transaction valued at
\$1,400,000,000
Advisor to
Covanta Energy


has renegotiated its debt and
consummated a Merger with
Dex One
The combined company
was renamed
dex media
Advisor to the Board of Directors of
SuperMedia and SuperMedia


has sold its geothermal business to
Ormat Industries
for total consideration of
\$215,000,000
Advisor to
Covanta Energy


has sold its Japan operations to
**Nikko Principal
Investments Japan Ltd.**
in a transaction valued at
\$140,000,000
Advisor to
Tower Records


has been acquired by
**American Greetings
Corporation**
in a transaction valued at
\$150,000,000
Advisor to Secured Lenders of
Recycled Paper Greetings


has been acquired by
Berkshire Hathaway Inc
in a transaction valued at
\$970,000,000
Advisor to
Secured Lenders


has been acquired by
**Grotech Capital Group, Inc.
and
A&W Restaurants, Inc.**
in a transaction valued at
\$220,000,000
Advisor to Secured Lenders

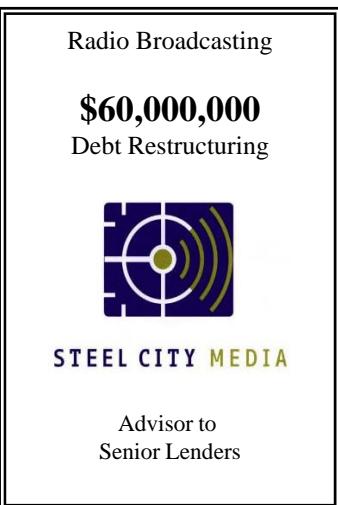
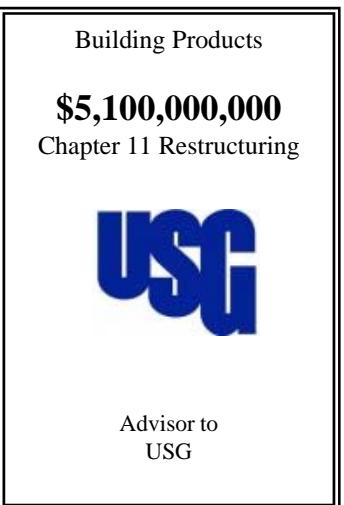
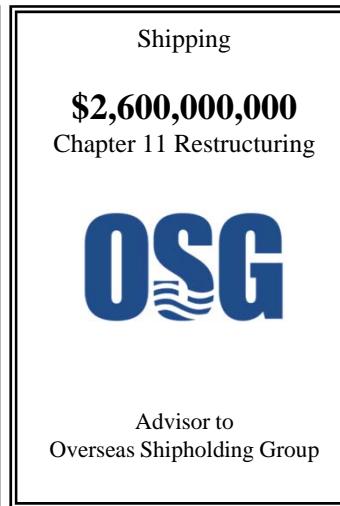
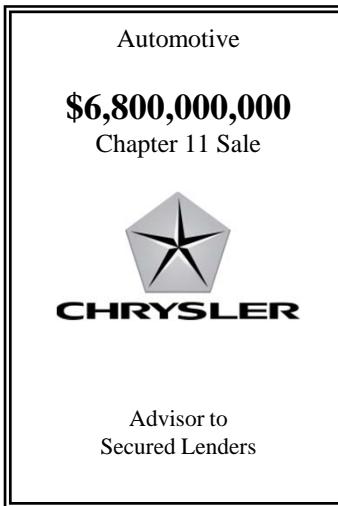
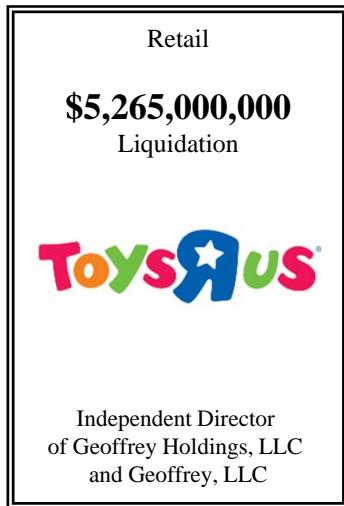
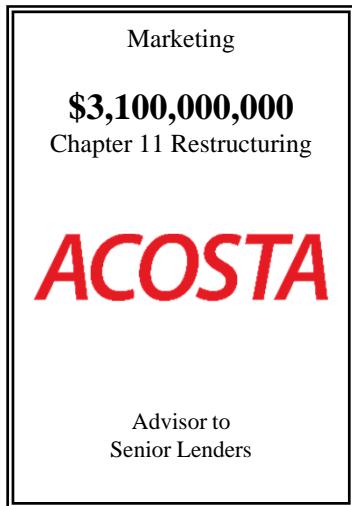
Selected Financing Transactions

Chilmark has completed financings totaling more than \$25 billion, both for clients and our own companies. We have raised capital in a number of different forms, including:

- Debtor-in-Possession Financing
- Equity Rights Offerings
- Exit Financing
- High-Yield Notes
- Sale-Leaseback Financing
- Convertible Notes
- Standby Purchase Facilities
- Acquisition Bridge Financing
- Project Financing

<p>\$14,000,000 DIP Credit Facility</p>  <p>Advisor to DIP lender Tempur Sealy International</p>	<p>\$1,350,000,000 Exit loan facility</p> <p>\$1,500,000,000 Equity Rights Offering</p>  <p>Advisor to OSG</p>	<p>\$550,000,000 ABL Facility</p>  <p>Advisor to USG Corporation</p>	<p>\$25,000,000 DIP Credit Facility</p> <p>\$35,000,000 Exit Credit Facility</p>  <p>Advisor to JHT Holdings</p>	<p>\$400,000,000 Convert. Senior Notes</p>  <p>Advisor to USG Corporation</p>	<p>\$360,000,000 Exit Credit Facility</p>  <p>Advisor to Secured Lenders</p>
<p>\$215,000,000 Exit Credit Facility</p>  <p>Advisor to Secured Lenders</p>	<p>\$266,000,000 Exit Credit Facility</p>  <p>Advisor to Covanta Energy</p>	<p>\$320,000,000 Exit Credit Facility</p>  <p>Advisor to Lodigan, Inc.</p>	<p>\$197,000,000 Sale-Leaseback</p>  <p>Investor in The Wellbridge Company</p>	<p>\$400,000,000 Credit Facility</p> <p>\$150,000,000 Senior Notes</p>  <p>Advisor to ContiGroup Companies</p>	<p>\$2,800,000,000 Exit Credit Facility</p> <p>\$1,800,000,000 Equity Rights Offering</p>  <p>Advisor to USG Corporation</p>

Selected Restructuring Assignments



Amounts shown represent total debt

Selected Restructuring Assignments

Consumer Food
\$450,000,000
Chapter 11 Restructuring

Advisor to Secured Lender

Consumer Apparel
\$1,200,000,000
Chapter 11 Sale

Advisor to Secured Lender

Energy
\$4,000,000,000
Chapter 11 Sale

Advisor to Covanta

Relocation & Moving Services
\$490,000,000
Pre-packaged Chapter 11

Advisor to Secured Lender

Dairy
\$325,000,000
Out-of-Court Restructuring

Advisor to Bettencourt Dairy

Energy / Mining
\$370,000,000
Debt Restructuring and Sale

Advisor to Trinity Coal

Greeting Cards
\$215,000,000
Pre-packaged Chapter 11

Advisor to Secured Lender

Transportation
\$300,000,000
Out-of-Court Restructuring

Advisor to Secured Lender

Hospitality
\$900,000,000
Chapter 11 Restructuring

Advisor to Lodgian

Transportation
\$125,000,000
Chapter 11 Restructuring

Advisor to JHT Holdings

Amounts shown represent total debt

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